

Amendments to the Claims

This listing will replace all prior versions and listings of claims in the application:

Listing of Claims

1. (Currently amended) A method of improving the aesthetic appearance of lip epithelia comprising:

re-moisturizing the lip epithelia by applying to the epithelia in need of improved appearance at least once daily for a period of two or more weeks a topical composition comprising:

a retinoid in an effective moisturizing amount from about 0.001 wt% to about 1.5 wt% based on the total composition ~~effective~~ to improve the aesthetic appearance of the lip epithelia; and

a penetration enhancing agent in an amount effective to enhance penetration of said retinoid into the lip epithelia~~;~~ and

a cosmetically acceptable vehicle,

~~wherein said topical composition is applied to the lip epithelia for period of time effective to provide the improvement,~~

wherein the improvement in aesthetic appearance is selected from the group consisting of

- a. improvement in lip color;
- ~~b. improvement in lip dryness;~~
- ~~b.e.~~ improvement in lip clarity;
- ~~c.d.~~ reduction in the number of vertical lip lines;
- ~~d.e.~~ reduction in the depth of vertical lip lines;
- g. ~~improvement in lip dryness appearance;~~ and
- ~~e.g.~~ any combinations thereof.

2. (Canceled)

3. (Canceled)

4. (Canceled)

5. (Canceled)

6. (Canceled)

7. (Original) The method of claim 1, wherein said retinoid is in amount from about 0.001 wt% to about 1.5 wt% of the total weight of the composition.

8. (Original) The method of claim 1, wherein said retinoid is retinol.

9. (Previously amended) The method of claim 1, wherein the penetration enhancing agent is selected from the group consisting of an organic solvent, an alkyl sulfoxide, a phosphine oxide, a sugar ester, an anionic surfactant, a non-ionic surfactant, an

Azone, a N-substituted di-isopropanolamine, a fatty acid alcohol, and mixtures thereof.

10. (Previously amended) The method of claim 1, wherein the penetration enhancing agent is selected from the group consisting of ethanol, propylene glycol, butylene glycol, pentylene glycol, 2-pyrrolidone, 1-methyl-2-pyrrolidone, 5-methyl-2-pyrrolidone, 1,5-dimethyl-2-pyrrolidone, 1-ethyl-2-pyrrolidone, 2-pyrrolidone carboxylic acid, dimethyl sulfoxide, dimethylacetamide, dimethylformadide, alkyl sulfoxide, phosphine oxide, sucrose acetate, sucrose octanoate, 1-dodecylazaclo-heptan-2-one, oleic acid, linoleic acid, and mixtures thereof.

11. (Original) The method of claim 1, wherein the composition further comprises a cosmetically acceptable vehicle.

12. (Previously amended) The method of claim 11, wherein the vehicle is selected from the group consisting of: an emulsion, a gel, a suspension, a foam, a stick, a solution, a spray, a patch, a powder and a towelette.

13. (Original) The method of claim 1, wherein the composition has a pH less than about 7.5.

14. (Previously amended) The method of claim 11, wherein the vehicle is anhydrous.

15. (Previously amended) The method of claim 1, wherein said topical composition further comprises a secondary component selected from the group consisting of

- a. a rexinoid;
 - b. an estrogen synthetase (aromatase) stimulating compound;
 - c. a 5 alpha-reductase activity inhibitor;
 - d. an exfoliation promoting compound;
 - e. an ultraviolet (UV) light protecting/sunscreen agent;
 - f. a barrier function enhancing agent;
 - g. an elastase inhibitor;
 - h. a skin lightening agent;
 - i. an antioxidant;
 - j. a skin warming agent;
 - k. a skin cooling compound; and
 - l. an anti-pruritic/anti-itch compound.
16. (Original) The method of claim 15, wherein the secondary component is said sunscreen.
17. (Previously amended) The method of claim 16, wherein said sunscreen is selected from the group consisting of
- a. avobenzene;
 - b. octylmethoxycinnamate;
 - c. oxybenzone;
 - d. titanium dioxide;
 - e. octyl salicylate; and
 - f. mixtures thereof.
18. (Cancelled)
19. (Cancelled)

20. (New) The method of claim 1, wherein a first improvement is selected from the group consisting of improvement in lip color and improvement in lip clarity and the second improvement is selected from the group consisting of reduction in the number of vertical lip lines and reduction in the depth of vertical lip lines.

21. (New) (Currently amended) A method of improving the aesthetic appearance of lip epithelia comprising:

re-moisturizing the lip epithelia by applying to the epithelia in need of improved appearance at least once daily for a period of three or more weeks a topical composition having:

a retinoid in an effective moisturizing amount from about 0.001 to about 1.5 wt% based on the total composition to improve the aesthetic appearance of the lip epithelia;

a penetration enhancing agent in an amount effective to enhance penetration of said retinoid into the lip epithelia; and

a cosmetically acceptable vehicle,

wherein the improvement in aesthetic appearance is selected from the group consisting of

- a. improvement in lip color;
- b. improvement in lip dryness;
- c. improvement in lip clarity;

- d. reduction in the number of vertical lip lines;
- e. reduction in the depth of vertical lip lines;
- f. improvement in lip dryness appearance; and
- g. any combinations thereof.